

CHICAGO AND



TRANSPORTATION COMPANY

OFFICE OF THE SECRETARY
DIRECT DIAL NUMBER

312/559-6158

June 19, 1990

File Nos: A-12276

Ms. Noretta McGee
Secretary
Interstate Commerce Commission
Washington, DC 20423

RECORDATION NO

9346-13

FILED 1425

JUN 20 1990 -3 35 PM

INTERSTATE COMMERCE COMMISSION

Dear Ms. McGee:

Pursuant to Section 11303 (formerly §20c) of the Interstate Commerce Act, enclosed for recordation are counterparts of a Release, Satisfaction, Cancellation and Discharge dated October 27, 1989 under the Indenture of Mortgage and Security Agreement dated as of March 8, 1978 between Chicago and North Western Transportation Company and the United States of America represented by the Secretary of Transportation acting through the Administration of the Federal Railroad Administration. The indenture was recorded on April 26, 1978, assigned recordation number 9346 and supplemented by Indenture of Mortgage and Security Agreement No. 1 dated December 19, 1983.

Enclosed is a check for \$15.00 to cover your recordation fee. Please retain one counterpart for your files and return the remaining counterparts each showing recordation data to me.

Thank you.

Sincerely,

Lisa M. Fanelli

Lisa M. Fanelli
Manager Stock Operations

Enclosures

cc: M. H. Shumate

csd11/53(3)

Enclosed for Secretary McGee

Interstate Commerce Commission
Washington, D.C. 20423

6/21/90

OFFICE OF THE SECRETARY

Lisa M. Fanelli
Chicago & North Western Transp. Co.
One North Western Center
Chicago, Illinois 60606

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/20/90 at 3:25pm, and assigned recordation number(s). 9346-B, 14281-E & 14281-F

Sincerely yours,



Noreta R. McGee
Secretary

Enclosure(s)

RELEASE, SATISFACTION,
CANCELLATION AND DISCHARGE

RECORDATION NO. 2346-B
JUN 20 1990 -3 35 PM
INTERSTATE COMMERCE COMMISSION

THIS INSTRUMENT OF RELEASE, SATISFACTION, CANCELLATION AND DISCHARGE, made as of the 27th day of October, 1989, by the UNITED STATES OF AMERICA represented by the SECRETARY OF TRANSPORTATION acting through the ADMINISTRATOR OF THE FEDERAL RAILROAD ADMINISTRATION (the "Mortgagee") under the Indenture of Mortgage and Security Agreement dated as of March 8, 1978 between Chicago and North Western Transportation Company, a Delaware corporation, and the United States of America represented by the Secretary of Transportation acting through the Administrator of the Federal Railroad Administration, as supplemented by Indenture of Mortgage and Security Agreement Supplement No. 1 dated as of December 19, 1983 (the "Mortgage and Security Agreement"),

W I T N E S S E T H:

WHEREAS, Chicago and North Western Transportation Company (the "Company") has paid all Secured Obligations (as defined in the Mortgage and Security Agreement) and all other sums payable under the Mortgage and Security Agreement by the Company and has well and truly kept and performed, according to the true intent and meaning of the Mortgage and Security Agreement, all covenants required in the Mortgage and Security Agreement to be kept and performed by the Company; and

WHEREAS, the Financing Agreement (as defined in the Mortgage and Security Agreement) has terminated;

NOW, THEREFORE, in accordance with the provisions of Article VII of the Mortgage and Security Agreement, and in consideration of the premises and of One Dollar (\$1.00), the receipt of which is hereby acknowledged, the Mortgagee does hereby release, cancel, discharge, and acknowledge the satisfaction of, the lien of the Mortgage and Security Agreement, and does hereby release, assign, remise and quitclaim to the Company, its successors and assigns, all property, rights and interest conveyed to the Mortgagee by the Mortgage and Security Agreement recorded in the recorder's offices in the counties and states referenced on Exhibit "A" which is attached hereto and hereby made a part hereof and does hereby acknowledge that its estate, right, title and interest in or to all property subject to the lien of the Mortgage and Security Agreement shall hereupon cease and determine and become void.

In order to facilitate the recording of this instrument, it may be simultaneously executed in any number of counterparts, each of which so executed shall be deemed to be an original.

IN WITNESS WHEREOF, the UNITED STATES OF AMERICA represented by the SECRETARY OF TRANSPORTATION acting through the ADMINISTRATOR OF THE FEDERAL RAILROAD ADMINISTRATION, as Mortgagee, has caused this instrument to be signed on its behalf and acknowledged and the seal of the Federal Railroad Administration to be affixed hereto by the Administrator of the Federal Railroad Administration, all as of the date first above written.

UNITED STATES OF AMERICA
by the
SECRETARY OF TRANSPORTATION
acting through the
ADMINISTRATOR OF THE
FEDERAL RAILROAD ADMINISTRATION

By: _____

Name: for Gilbert Carmichael

Title: Administrator

(Seal)

In the Presence of:

Name: Joseph Pomponio

Linda Gilchrist
Name: Linda Gilchrist

This instrument was prepared by and should be returned to:

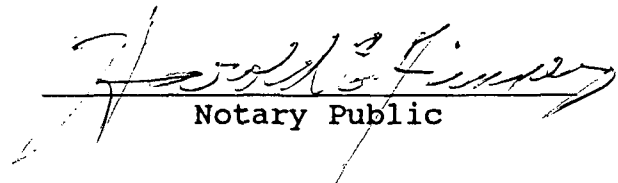
Mack H. Shumate, Jr., General Attorney, Chicago and North Western Transportation Company, 165 North Canal Street, Chicago, IL 60606

FOR THE PROTECTION OF THE OWNER, THIS RELEASE SHALL BE FILED WITH THE RECORDER OF DEEDS OR THE REGISTRAR OF TITLE IN WHOSE OFFICE THE MORTGAGE OR DEED OF TRUST WAS FILED.

DISTRICT OF)
) SS
COLUMBIA)

I, Harold E. Finney, a Notary Public in and for the District of Columbia, DO HEREBY CERTIFY that Susan M. Coughlin personally known to me to be the Acting Administrator of the Federal Railroad Administration, and personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Acting Administrator, appeared before me this day in person, and, being by me duly sworn, said and acknowledged that she is the Acting Administrator of the Federal Railroad Administration, that she signed, affixed thereto the seal, and delivered said instrument as Acting Administrator of the Federal Railroad Administration, on behalf of the United States of America, pursuant to authority given by the Secretary of Transportation (49 CFR 1.49(t)) as her free and voluntary act, and as the free and voluntary act and deed of the Secretary of Transportation and the United States of America, for the uses and purposes therein set forth, and that the seal affixed to said instrument is the seal of the Federal Railroad Administration.

GIVEN under my hand and notarial seal this 26th day of October, A.D. 1989.


Notary Public

My commission expires February 15, 1990.

(Notarial Seal)

10/19/84

PUBLIC RECORD
OF
INDENTURE OF MORTGAGE
AND
SECURITY AGREEMENT
DATED AS OF MARCH 8, 1978
BETWEEN
CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY
AND
UNITED STATES OF AMERICA
AND
INDENTURE OF MORTGAGE
AND
SECURITY AGREEMENT
SUPPLEMENT NO. 1
DATED AS OF DECEMBER 19, 1983

LOCATION			RECORDATION			
County	County Seat		Date	Doc. No.	Book	Page
<u>STATE OF ILLINOIS</u>						
Secretary of State			4/18/78	1168606		
*Secretary of State			10/15/84	1922315		
Boone	Belvidere	61008	5/25/78	78-1590	---	1 - 41
*Boone	Belvidere	61008	4/06/84	84-890	---	1 - 4
Bureau	Princeton	61356	5/05/78	78-1675	565 of Records	217 - 2
*Bureau	Princeton	61356	4/06/84	84-1232	636 of Records	250 - 253
Cook	Chicago	-	5/09/78	24439321	---	---
*Cook	Chicago	-	3/30/84	27025241	---	---
Dekalb	Sycamore	60178	5/25/78	412176	---	---
*Dekalb	Sycamore	60178	4/06/84	84 01951	---	---
DuPage	Wheaton	60187	5/12/78	R78-40922	---	---
*DuPage	Wheaton	60187	4/09/84	R84-25426	---	---
Fulton	Lewiston	61542	5/30/78	78-60400&171533	Vol. 845 & Bk. 3	121 - 16/14
*Fulton	Lewiston	61542	4/09/84	84-6452	950	277 - 280
Henderson	Oquawka	61469	5/5/78	117594	(On Microfilm)	---
*Henderson	Oquawka	61469				
Jo Daviess	Galena	61036	5/5/78	147124	144 of Mortgages	270 - 310
*Jo Daviess	Galena	61036				
Kane	Geneva	60134	5/25/78	1458454	---	---
*Kane	Geneva	60134	4/11/84	1675727	---	---
Knox	Galesburg	61401	5/25/78	669696	967 of Records	262 - 30
*Knox	Galesburg	61401				

*Supplement No. 1 Recordation

NOTE: Line out of county indicates that C&NWTCo no longer has property in such county.

LOCATION			RECORDATION			
County	County Seat		Date	Doc. No.	Book	Page
<u>STATE OF ILLINOIS - CONT.</u>						
Lake	Waukegan	60085	5/11/78	1916652	---	---
*Lake	Waukegan	60085	4/06/84	2275833	---	---
LaSalle	Ottawa	61350	5/05/78	655863	---	1 - 41
*LaSalle	Ottawa	61350	4/06/84	R84-02735	---	1 - 4
Lee	Dixon	61021	5/26/78	426159	7807	458 - 4
*Lee	Dixon	61021	4/09/84	458536	8404	24 - 28
Macoupin	Carlinville	62626	5/08/78	188705	820 of Mortgages	--
*Macoupin	Carlinville	62626	4/09/84	227470	924 of Mortgages	259 - 262
Madison	Edwardsville	62025	5/22/78	212-6180	3095 of Records	614 - 65
*Madison	Edwardsville	62025	4/09/84	237731	3282 of Records	375 - 378
Marshall	Lacon	61540	5/08/78	24357	372	499 - 53
*Marshall	Lacon	61540	4/09/84	36378	407	384 - 387
Mason	Havana	62644	5/08/78	168966	312 of Real Estate Records	362 - 402
*Mason	Havana	62644	4/09/84	183110	338 of Real Estate Records	929 - 932
McHenry	Woodstock	60098	5/26/78	733821	---	---
*McHenry	Woodstock	60098	4/06/84	878515	---	---
Menard	Petersburg	62675	5/08/78	111321	79 of Mortgages	347
*Menard	Petersburg	62675	4/09/84	120819	88 of Mortgages	39
Mercer	Aledo	61231	5/8/78	228991	354	511 - 55
*Mercer	Aledo	61231				
Montgomery	Hillsboro	62049	5/8/78	260622	201 of Mortgages	68 - 88
*Montgomery	Hillsboro	62049				
Ogle	Oregon	61061	5/22/78	468633	217 of Mortgages	1 - 42
*Ogle	Oregon	61061	4/06/84	515337	237 of Mortgages	567 - 570
Peoria	Peoria	-	5/22/78	78-11815	---	---
*Peoria	Peoria	-	4/09/84	84-06084	---	---
St. Clair	Edwardsville	62025	5/26/78	A590613	2444	85 - 125
*St. Clair	Edwardsville	62025	4/09/84	A768953	2570	114 - 117
Sangamon	Springfield	62705	5/08/78	790870	---	020521
*Sangamon	Springfield	62705	4/09/84	953041	---	324656 - 324659

*Supplement No. 1 Recordation

LOCATION			RECORDATION			
County	County Seat		Date	Doc. No.	Book	Page
<u>STATE OF ILLINOIS - CONT.</u>						
Stark	Toulon	61483	5/08/78	60759	---	-
*Stark	Toulon	61483	4/09/84	66019	---	-
Stephenson	Freeport	61032	5/26/78	92-4414	P-238	1431 - 1471
*Stephenson	Freeport	61032	4/06/84	95-4873	P-271	2030 - 2033
Tazewell	Pekin	61554	8/04/78	629335	2231	69
*Tazewell	Pekin	61554	4/09/84	707363	2670	102 - 105
Warren	Monmouth	61462	5/25/78	393280	222	111 - 15
*Warren	Monmouth	61462	4/09/84	410344	322	335 - 338
Whiteside	Morrison	61270	5/26/78	3385-78	---	---
*Whiteside	Morrison	61270	4/09/84	1908-84	---	---
Winnebago	Rockford	-	5/25/78	145-7135	78-13-1772 through 78-13-1812 (Microfile No.)	
*Winnebago	Rockford	-	4/09/84	1627739	Microfile No. 84-07-1680 through 84-07-1683	

*Supplement No. 1 Recordation

S. Page Chahar

24/11/78

REGISTRATION No. 9520
(Filed pursuant to the
Provisions of Section 20
Insurance Commission Act)